

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

2000

Note The organization may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2000, or tax year beginning 12/01, 2000, and ending 11/30/2001

G Check all that apply ☐ Initial return ☐ Final return ☐ Amended return ☐ Address change ☐ Name changeUse the IRS
labelOtherwise,
print
or typeSee Specific
Instructions

Name of organization

THE ANSCHUTZ FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

555 17TH STREET, SUITE 2400

City or town, state, and ZIP code

DENVER, CO 80202-3941

A Employer identification number

74-2316617

B Telephone number (see page 10 of the instructions)

(303) 308-8220

C If exemption application is pending check here ☐D 1 Foreign organizations check here ☐2 Foreign organizations meeting the 85% test check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A) check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B) check here ☐H Check type of organization ☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶

J Accounting method ☒ Cash ☐ Accrual☐ Other (specify) _____

(Part I, column (d) must be on cash basis)

620,762,084.

Part I Analysis of Revenue and Expenses
(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 10 of the instructions))

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

1	Contributions, gifts, grants, etc. received (attach schedule)	500,000.	STMT 1		
2	Distributions from split-interest trusts				
3	Interest on savings and temporary cash investments	942,934.	942,934.		STMT 2
4	Dividends and interest from securities	13,266,033.	13,266,033.		STMT 3
5a	Gross rents				
b	(Net rental income or (loss))				
6a	Net gain or (loss) from sale of assets not on line 10	18,626,568.			
b	Gross sales price for all assets on line 6a	269551313.			
7	Capital gain net income (from Part IV, line 2)		18,626,568.		
8	Net short-term capital gain				
9	Income modifications				
a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
10	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule) STMT 4	359,311.	359,311.		
12	Total. Add lines 1 through 11	33,694,846.	33,194,846.		
13	Compensation of officers, directors, trustees, etc.	144,167.	14,417.		129,750.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) STMT 5	19,782.	NONE	NONE	19,782.
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule) STMT 6	1,475,241.	1,448,769.		26,472.
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions) STMT 7	501,351.	495,497.		5,854.
19	Depreciation (attach schedule) and depletion	9,734.	973.		
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications	182.			182.
23	Other expenses (attach schedule) STMT 8	383,592.	376,358.		7,234.
24	Total operating and administrative expenses. Add lines 13 through 23	2,534,049.	2,336,014.	NONE	189,274.
25	Contributions, gifts, grants paid	24,292,561.			24,292,561.
26	Total expenses and disbursements. Add lines 24 and 25	26,826,610.	2,336,014.	NONE	24,481,835.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	6,868,236.			
b	Net investment income (if negative, enter -0-)		30,858,832.		
c	Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		113,931,060.	81,958,556.	81,958,556.
	3	Accounts receivable				
		Less: allowance for doubtful accounts				
	4	Pledges receivable				
		Less: allowance for doubtful accounts				
	5	Grants receivable				166,600,000.
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
	7	Other notes and loans receivable (attach schedule)				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges		3,500,000.	3,149,727.	3,149,727.
	10 a	Investments - U.S. and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) STMT 9		276,931,145.	286,524,457.	226,928,267.
	c	Investments - corporate bonds (attach schedule) STMT 10		118,775,873.	120,579,735.	121,906,013.
	Liabilities	11	Investments - land, buildings, and equipment basis	47,055.		
		Less: accumulated depreciation (attach schedule)	14,029.	17,672.	33,026.	33,026.
12		Investments - mortgage loans				
13		Investments - other (attach schedule) STMT 11		19,038,338.	20,512,983.	20,186,495.
14		Land, buildings, and equipment basis				
		Less: accumulated depreciation (attach schedule)				
15		Other assets (describe)				
16		Total assets (to be completed by all filers - see page 16 of the instructions. Also, see page 1, item I)		532,194,088.	512,758,484.	620,762,084.
17		Accounts payable and accrued expenses				
18		Grants payable				
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe)				
23	Total liabilities (add lines 17 through 22)					
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Organizations that do not follow SFAS 117, check here and complete lines 27 through 31 <input checked="" type="checkbox"/> X					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg and equipment fund		375,417,239.	335,154,472.	
	29	Retained earnings accumulated income, endowment or other funds		156,776,849.	177,604,012.	
30	Total net assets or fund balances (see page 17 of the instructions)		532,194,088.	512,758,484.		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)		532,194,088.	512,758,484.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	532,194,088.
2	Enter amount from Part I, line 27a	2	6,868,236.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	539,062,324.
5	Decreases not included in line 2 (itemize) SEE STATEMENT 12	5	26,303,840.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	512,758,484.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)

(b) How acquired
P-Purchase
D-Donation(c) Date acquired
(mo, day, yr)(d) Date sold
(mo, day, yr)**1a SEE PART IV SCHEDULE**

b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	18,626,568.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div> <div>If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions)</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>	3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the organization liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the organization does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
1999	13,887,070.	510,046,626.	0.02722705983
1998	5,198,646.	283,461,891.	0.01833984096
1997	2,840,384.	125,137,743.	0.02269806001
1996	2,804,633.	66,118,535.	0.04241825685
1995	902,077.	40,474,574.	0.02228749832

2 Total of line 1, column (d)	2	0.13297071597
3 Average distribution ratio for the 5-year base period-divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.02659414319
4 Enter the net value of noncharitable-use assets for 2000 from Part X, line 5	4	495,457,846.
5 Multiply line 4 by line 3	5	13,176,277.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	308,588.
7 Add lines 5 and 6	7	13,484,865.
8 Enter qualifying distributions from Part XII, line 4	8	24,507,332.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling letter _____ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic organizations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	308,588.
c	All other domestic organizations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)	2	
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	3	308,588.
3	Add lines 1 and 2	4	NONE
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	5	308,588.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		
6	Credits/Payments		
a	2000 estimated tax payments and 1999 overpayment credited to 2000	6a	1,149,727.
b	Exempt foreign organizations - tax withheld at source	6b	NONE
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	1,149,727.
8	Enter any penalty or underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	841,139.
11	Enter the amount of line 10 to be Credited to 2001 estimated tax <input checked="" type="checkbox"/> Refunded <input type="checkbox"/>	11	500,000.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the organization attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the organization in connection with the activities		X
1c Did the organization file Form 1120-POL for this year?		X
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the organization <input checked="" type="checkbox"/> \$ _____ (2) On organization managers <input checked="" type="checkbox"/> \$ _____		
3 Enter the reimbursement (if any) paid by the organization during the year for political expenditure tax imposed on organization managers <input checked="" type="checkbox"/> \$ _____		
4 Has the organization engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
5 Has the organization made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
6a Did the organization have unrelated business gross income of \$1,000 or more during the year?		X
6b If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
7 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
8 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
9 Did the organization have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c) and Part XV	X	
10a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input checked="" type="checkbox"/> COLORADO		
10b If the answer is "Yes" to line 7, has the organization furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
11 Is the organization claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2000 or the taxable year beginning in 2000 (see instructions for Part XIV on page 25)? If "Yes," complete Part XIV		X
12 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X
13 Did the organization comply with the public inspection requirements for its annual returns and exemption application?	X	
14 The books are in care of <input checked="" type="checkbox"/> THE ANSCHUTZ CORPORATION Telephone no <input checked="" type="checkbox"/> 303-298-1000 Located at <input checked="" type="checkbox"/> 555 17TH ST, SUITE 2400, DENVER, CO ZIP+4 <input checked="" type="checkbox"/> 80202		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <input checked="" type="checkbox"/> 13		

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies		Yes	No
1 a	During the year did the organization (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(4)	Pay compensation to or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception: Check "No" if the organization agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/>	1b <input checked="" type="checkbox"/>
c	Did the organization engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2000?		1c <input checked="" type="checkbox"/>
2	Taxes on failure to distribute income (section 4942) (does not apply for years the organization was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2000, did the organization have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2000? If "Yes," list the years: 19____, 19____, 19____, 19____	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the organization is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions)		2b <input checked="" type="checkbox"/>
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here: 19____, 19____, 19____, 19____		
3 a	Did the organization hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2000 as a result of (1) any purchase by the organization or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720 to determine if the organization had excess business holdings in 2000)		3b <input checked="" type="checkbox"/>
4 a	Did the organization invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a <input checked="" type="checkbox"/>
b	Did the organization make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2000?		4b <input checked="" type="checkbox"/>
5 a	During the year did the organization pay or incur any amount to		
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/>	5b <input checked="" type="checkbox"/>
c	If the answer is "Yes" to question 5a(4), does the organization claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945-5(d)	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
6 a	Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If you answered "Yes" to 6b, also file Form 8870		6b <input checked="" type="checkbox"/>

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see page 19 of the instructions)

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 14		144,167.	NONE	NONE

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 21 of the instructions) If none, enter "NONE"

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000 **NONE****3** Five highest-paid independent contractors for professional services - (see page 21 of the instructions) If none, enter "NONE"

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services **NONE****Part IX-A** Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 22 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See page 22 of the instructions	
3 NONE	

Part X Minimum Investment Return (All domestic foundations must complete this part Foreign foundations, see page 22 of the instructions)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1a	401,960,386.
b Average of monthly cash balances	1b	97,310,166.
c Fair market value of all other assets (see page 23 of the instructions)	1c	3,732,337.
d Total (add lines 1a, b, and c)	1d	503,002,889.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2 Acquisition indebtedness applicable to line 1 assets	2	NONE
3 Subtract line 2 from line 1d	3	503,002,889.
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 23 of the instructions)	4	7,545,043.
5 Net value of noncharitable-use assets Subtract line 4 from line 3 Enter here and on Part V, line 4	5	495,457,846.
6 Minimum investment return Enter 5% of line 5	6	24,772,892.

Part XI Distributable Amount (see page 23 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part)

1 Minimum investment return from Part X, line 6		1	24,772,892.
2a Tax on investment income for 2000 from Part VI, line 5	2a	308,588.	
b Income tax for 2000 (This does not include the tax from Part VI)	2b		
c Add lines 2a and 2b		2c	308,588.
3 Distributable amount before adjustments Subtract line 2c from line 1		3	24,464,304.
4a Recoveries of amounts treated as qualifying distributions	4a	NONE	
b Income distributions from section 4947(a)(2) trusts	4b		
c Add lines 4a and 4b		4c	NONE
5 Add lines 3 and 4c		5	24,464,304.
6 Deduction from distributable amount (see page 23 of the instructions)		6	NONE
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	24,464,304.

Part XII Qualifying Distributions (see page 24 of the instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	24,481,835.
b Program-related investments - total of lines 1-3 of Part IX-B	1b	NONE
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	25,497.
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	NONE
b Cash distribution test (attach the required schedule)	3b	NONE
4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8 and Part XIII, line 4	4	24,507,332.
5 Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 24 of the instructions)	5	308,588.
6 Adjusted qualifying distributions Subtract line 5 from line 4	6	24,198,744.

Note The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see page 24 of the instructions)

	(a) Corpus	(b) Years prior to 1999	(c) 1999	(d) 2000
1 Distributable amount for 2000 from Part XI, line 7				24,464,304.
2 Undistributed income, if any, as of the end of 1999				
a Enter amount for 1999			21,645,450.	
b Total for prior years,		NONE		
3 Excess distributions carryover, if any, to 2000				
a From 1995	NONE			
b From 1996	NONE			
c From 1997	NONE			
d From 1998	NONE			
e From 1999	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2000 from Part XII, line 4 ▶ 24,507,332.				
a Applied to 1999, but not more than line 2a			21,645,450.	
b Applied to undistributed income of prior years (Election required - see page 25 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 25 of the instructions)	NONE			
d Applied to 2000 distributable amount				2,861,882.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2000 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see page 25 of the instructions		NONE		
e Undistributed income for 1999 Subtract line 4a from line 2a Taxable amount - see page 23 of the instructions				
f Undistributed income for 2000 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2001				21,602,422.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3) (see page 25 of the instructions)	NONE			
8 Excess distributions carryover from 1995 not applied on line 5 or line 7 (see page 25 of the instructions)	NONE			
9 Excess distributions carryover to 2001 Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 1996	NONE			
b Excess from 1997	NONE			
c Excess from 1998	NONE			
d Excess from 1999	NONE			
e Excess from 2000	NONE			

Part XIV Private Operating Foundations (see page 25 of the instructions and Part VII-A, question 9) **NOT APPLICABLE**

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2000, enter the date of the ruling ▶

b Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2000	(b) 1999	(c) 1998	(d) 1997	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test. Enter 2/3 of minimum investment return shown in Part X, line 8 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)) or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year -- see page 26 of the instructions)**1 Information Regarding Foundation Managers**

- a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

NONE

- b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs

Check here ☐ If the organization only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds

If the organization makes gifts, grants, etc. (see page 26 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

- a The name, address, and telephone number of the person to whom applications should be addressed

SEE STATEMENT 15

- b The form in which applications should be submitted and information and materials they should include

SEE ATTACHED SCHEDULE

- c Any submission deadlines

SEE ATTACHED SCHEDULE

- d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

SEE ATTACHED SCHEDULE

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

<div>Recipient</div> <div>Name and address (home or business)</div>	<div>If recipient is an individual show any relationship to any foundation manager or substantial contributor</div>	<div>Foundation status of recipient</div>	<div>Purpose of grant or contribution</div>	<div>Amount</div>
a Paid during the year SEE ATTACHED SCHEDULE				24,292,561.
Total			► 3a	24,292,561.
b Approved for future payment NONE				
Total			► 3b	

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions on page 27 to verify calculations)

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
1,288,097.		OIL & GAS ROYALTIES PROPERTY TYPE: OTHER				D	VARIOUS	02/28/2001
							1,288,097.	
52170070.		STOCK HELD BY SSB/LORD ABBETT PROPERTY TYPE: SECURITIES 50258758.				P	VARIOUS	VARIOUS
							1,911,312.	
15052526.		STOCK HELD BY SSB/MONTAG & CALDWELL PROPERTY TYPE: SECURITIES 19195639.				P	VARIOUS	VARIOUS
							-4143113.	
17695000.		STOCK HELD BY SSB/KAYNE ANDERSON PROPERTY TYPE: SECURITIES 17167125.				P	VARIOUS	VARIOUS
							527,875.	
17450804.		STOCK HELD BY SSB/TOM JOHNSON PROPERTY TYPE: SECURITIES 19049858.				P	VARIOUS	VARIOUS
							-1599054.	
3,711,606.		STOCK HELD BY SSB/LAZARD PROPERTY TYPE: SECURITIES 6,709,316.				P	VARIOUS	VARIOUS
							-2997710.	
33449736.		STOCK HELD BY MORGAN STANLEY PROPERTY TYPE: SECURITIES 35454500.				P	VARIOUS	VARIOUS
							-2004764.	
30058402.		SALOMON SMITH BARNEY PROPERTY TYPE: SECURITIES 604,341.				P	VARIOUS	VARIOUS
							29454061.	
21533178.		STOCK HELD BY SSB/INVESCO NAM 20070062.					VARIOUS	VARIOUS
							1,463,116.	
17809499.		BONDS HELD BY SSB/MCKAY PROPERTY TYPE: OTHER 17915948.				P	VARIOUS	VARIOUS
							-106,449.	
21151911.		BONDS HELD BY SSB/TCW PROPERTY TYPE: OTHER 23716689.				P	VARIOUS	VARIOUS
							-2564778.	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
38075356.		BONDS HELD BY SSB/OOMIS SAYLES PROPERTY TYPE: OTHER 40782509.				P	VARIOUS -2707153.	VARIOUS
71,694.		LONG-TERM CAP GAIN FROM PASS THROUGH ENT PROPERTY TYPE: OTHER				P	VARIOUS 71,694.	VARIOUS
33,434.		SHORT-TERM CAP GAIN FROM PASS THROUGH EN PROPERTY TYPE: OTHER				P	VARIOUS 33,434.	VARIOUS
TOTAL GAIN(LOSS)					----- 18626568. -----	

FORM 990PF, PART I - CONTRIBUTIONS, GIFTS AND GRANTS RECEIVED

=====

NAME AND ADDRESS -----	DATE ----	DIRECT PUBLIC SUPPORT -----
THE ANSCHUTZ CORPORATION 555 17TH STREET, SUITE 2400 DENVER, CO 80202	12/31/2000	500,000.

TOTAL CONTRIBUTION AMOUNTS		500,000.
		=====

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
EBONDTRADE.COM	187,500.	187,500.
US BANK	503,243.	503,243.
NEW MILLENNIUM	5,177.	5,177.
PEQUOT PRIVATE EQUITY FUND	62,188.	62,188.
STATE STREET GLOBAL	165,150.	165,150.
WSW 1996 BUYOUT FUND LP	19,676.	19,676.
	-----	-----
TOTAL	942,934.	942,934.
	=====	=====

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
SSB/LORD ABBETT	761,869.	761,869.
SSB/MONTAG & CALDWELL	375,328.	375,328.
MACKAY SHIELDS FINANCIAL CORP	2,759,018.	2,759,018.
TCW ASSET MANAGEMENT	2,591,662.	2,591,662.
SSB/LOOMIS SAYLES	4,284,681.	4,284,681.
SSB/KAYNE ANDERSON	530,461.	530,461.
SSB/TOM JOHNSON	85,392.	85,392.
SSB/LAZARD	782,512.	782,512.
MORGAN STANLEY	190,272.	190,272.
SOLOMON SMITH BARNEY	630,888.	630,888.
INVESCO NET ASSET MANAGEMENT	273,950.	273,950.
	-----	-----
TOTAL	13,266,033.	13,266,033.
	=====	=====

FORM 990PF, PART I - OTHER INCOME

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
ROYALTY INCOME	315,175.	315,175.
MISCELLANEOUS INCOME	44,136.	44,136.
	-----	-----
TOTALS	359,311.	359,311.
	=====	=====

FORM 990PF, PART I - LEGAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
LEGAL	19,782.			19,782.
	-----	-----	-----	-----
TOTALS	19,782.	NONE	NONE	19,782.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
MANAGEMENT AND CONSULTING SERV	1,475,241.	1,448,769.	26,472.
	-----	-----	-----
TOTALS	1,475,241.	1,448,769.	26,472.
	=====	=====	=====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
PAYROLL TAXES	6,430.	643.	5,787.
FOREIGN TAXES WITHHELD	144,581.	144,581.	
FEDERAL INCOME TAX ON INVSTMT	350,273.	350,273.	
OTHER BUSINESS TAXES	67.		67.
	-----	-----	-----
TOTALS	501,351.	495,497.	5,854.
	=====	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
OFFICE SUPPLIES	442.		442.
MAINTENANCE	2,261.		2,261.
OTHER MISCELLANEOUS EXPENSES	5,037.	506.	4,531.
NEW MILLENIUM PARTNERS K-1	31,228.	31,228.	
PEQUOT PRIV EQUITY FUND K-1	102,705.	102,705.	
STATE STREET GLOBAL K-1	215,366.	215,366.	
WSW96 BUYOUT FUND K-1	26,553.	26,553.	
	-----	-----	-----
TOTALS	383,592.	376,358.	7,234.
	=====	=====	=====

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
HELD BY SALOMON SMITH BARNEY	78,536,354.	21,798,003.
HELD BY MORGAN STANLEY	NONE	NONE
HELD BY SSB/LORD ABBETT	54,376,980.	55,220,228.
HELD BY SSB/MONTAG & CALDWELL	28,295,619.	28,904,349.
HELD BY SSB/TOM JOHNSON	NONE	NONE
HELD BY SSB/KAYNE ANDERSON	39,854,482.	42,969,837.
HELD BY SSB/LAZARD	36,205,352.	31,067,335.
HELD BY SSB/INVESCO-NAM	39,255,670.	36,968,515.
HELD BY BLACK DIAMOND	10,000,000.	10,000,000.
	-----	-----
TOTALS	286,524,457.	226,928,267.
	=====	=====

FORM 990PF, PART II - CORPORATE BONDS

=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
HELD BY SSB/MCKAY SHIELDS	33,020,110.	29,346,555.
HELD BY SSB/LOOMIS SAYLES	59,721,161.	65,783,054.
HELD BY SSB/TCW	27,838,464.	26,776,404.
	-----	-----
TOTALS	120,579,735.	121,906,013.
	=====	=====

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
PASS THROUGH ENTITIES	13,162,984.	12,836,496.
EBONDTRADE.COM	7,349,999.	7,349,999.
	-----	-----
TOTALS	20,512,983.	20,186,495.
	=====	=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION

AMOUNT

BOOK/TAX BASIS DIFFERENCE IN GAIN/LOSS	26131355.
PRIOR YEAR BEGINNING BALANCE DIFFERENCE	172,485.

TOTAL	26303840.
	=====

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

NAME AND ADDRESS -----	TITLE AND TIME DEVOTED TO POSITION -----	COMPENSATION -----	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS -----	EXPENSE ACCT AND OTHER ALLOWANCES -----
PHILIP F. ANSCHUTZ 555 17TH STREET, SUITE 2400 DENVER, CO 80202	CHAIRMAN NOMINAL	NONE	NONE	NONE
NANCY P. ANSCHUTZ 555 17TH STREET, SUITE 2400 DENVER, CO 80202	PRESIDENT NOMINAL	NONE	NONE	NONE
CANNON Y. HARVEY 555 17TH STREET, SUITE 2400 DENVER, CO 80202	VICE PRESIDENT NOMINAL	NONE	NONE	NONE
CRAIG D. SLATER 555 17TH STREET, SUITE 2400 DENVER, CO 80202	SECRETARY/TREASURER NOMINAL	NONE	NONE	NONE
M. LAVOY ROBISON 555 17TH STREET, SUITE 2400 DENVER, CO 80202	EXECUTIVE DIRECTOR FULLTIME	144,167.	NONE	NONE
SARAH A. HUNT 555 17TH STREET, SUITE 2400 DENVER, CO 80202	DIRECTOR NOMINAL	NONE	NONE	NONE
CHRISTIAN P. ANSCHUTZ 555 17TH STREET, SUITE 2400 DENVER, CO 80202	DIRECTOR NOMINAL	NONE	NONE	NONE
ELIZABETH S. BROWN 555 17TH STREET, SUITE 2400 DENVER, CO 80202	DIRECTOR NOMINAL	NONE	NONE	NONE

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

NAME AND ADDRESS -----	TITLE AND TIME DEVOTED TO POSITION -----	COMPENSATION -----	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS -----	EXPENSE ACCT AND OTHER ALLOWANCES -----
DONALD J. HOPKINS 555 17TH STREET, SUITE 2400 DENVER, CO 80202	DIRECTOR NOMINAL	NONE	NONE	NONE
PAMELA S. KALSTROM 555 17TH STREET, SUITE 2400 DENVER, CO 80202	ASSISTANT SECRETARY NOMINAL	NONE	NONE	NONE
NANCY E. HOLTZ 555 17TH STREET, SUITE 2400 DENVER, CO 80202	ASST VICE PRESIDENT NOMINAL	NONE	NONE	NONE
	GRAND TOTALS	----- 144,167. =====	----- NONE =====	----- NONE =====

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS
=====

M. LAVOY ROBISON, EXECUTIVE DIRECTOR
1727 TREMONT PLACE, DENVER, CO 80202 (303)308-8220

**SCHEDULE D
(Form 1041)**

Capital Gains and Losses

OMB No 1545-0092

Department of the Treasury
Internal Revenue Service

▶ **Attach to Form 1041 (or Form 5227) See the separate instructions for
Form 1041 (or Form 5227)**

2000

Name of estate or trust

Employer identification number

THE ANSCHUTZ FOUNDATION

74-2316617

Note. Form 5227 filers need to complete *only* Parts I and II

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo day yr)	(c) Date sold (mo day yr)	(d) Sales price	(e) Cost or other basis (see page 27)	(f) Gain or (Loss) (col (d) less col (e))	
SEE STATEMENT	1		33,434.		33,434.	
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824					2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts					3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 1999 Capital Loss Carryover Worksheet					4	()
5 Net short-term gain or (loss) Combine lines 1 through 4 in column (f) Enter here and on line 14 below					5	33,434.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo day yr)	(c) Date sold (mo day yr)	(d) Sales price	(e) Cost or other basis (see page 27)	(f) Gain or (Loss) (col (d) less col (e))	(g) 28% Rate Gain or (Loss) *(see instr below)
SEE STATEMENT	2		269517879.	250924745.	18593134.	NONE
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824					7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts					8	
9 Capital gain distributions					9	
10 Gain from Form 4797, Part I					10	
11 Long-term capital loss carryover Enter in both columns (f) and (g) the amount, if any, from line 14, of the 1999 Capital Loss Carryover Worksheet					11	() ()
12 Combine lines 6 through 11 in column (g)					12	
13 Net long-term gain or (loss). Combine lines 6 through 11 in column (f) Enter here and on line 15 below					13	18593134.

*28% rate gain or loss includes all "collectibles gains and losses" (as defined on page 28 of the instructions) and up to 50% of the eligible gain on qualified small business stock (see page 26 of the instructions)

Part III Summary of Parts I and II

	(1) Beneficiaries' (see page 28)	(2) Estate's or trust's	(3) Total
14 Net short-term gain or (loss) (from line 5 above)	14		33,434.
15 Net long-term gain or (loss)			
a 28% rate gain or (loss) (from line 12 above)	15a		
b Unrecaptured section 1250 gain (see line 17 of the worksheet on page 29)	15b		
c Total for year (from line 13 above)	15c		18593134.
16 Total net gain or (loss) Combine lines 14 and 15c	16		18626568.

Note If line 16, column (3), is a net gain enter the gain on Form 1041, line 4. If lines 15c and 16, column (2) are net gains, go to Part V and do not complete Part IV. If line 16, column (3), is a net loss, complete Part IV and the Capital Loss Carryover Worksheet, as necessary.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041

Schedule D (Form 1041) 2000

Part IV Capital Loss Limitation**17** Enter here and enter as a (loss) on Form 1041, line 4, the **smaller** of

a The loss on line 16, column (3) or

b \$3,000

17 ()*If the loss on line 16, column (3), is more than \$3,000, or if Form 1041, page 1, line 22, is a loss, complete the **Capital Loss Carryover Worksheet** on page 30 of the instructions to determine your capital loss carryover***Part V Tax Computation Using Maximum Capital Gains Rates** (Complete this part only if both lines 15c and 16 in column (2) are gains, and Form 1041, line 22 is more than zero)**18** Enter taxable income from Form 1041, line 22**18****19** Enter the **smaller** of line 15c or 16 in column (2)**19****20** If you are filing Form 4952, enter the amount from Form 4952, line 4e**20****21** Subtract line 20 from line 19. If zero or less, enter -0-**21****22** Combine lines 14 and 15a, column (2). If zero or less, enter -0-**22****23** Enter the **smaller** of line 15a, column (2), or line 22, but not less than zero**23****24** Enter the amount from line 15b, column (2)**24****25** Add lines 23 and 24**25****26** Subtract line 25 from line 21. If zero or less, enter -0-**26****27** Subtract line 26 from line 18. If zero or less, enter -0-**27****28** Enter the **smaller** of line 18 or \$1,750**28****29** Enter the **smaller** of line 27 or line 28**29****30** Subtract line 21 from line 18. If zero or less, enter -0-**30****31** Enter the **larger** of line 29 or line 30**31****32** Tax on amount on line 31 from the 2000 Tax Rate Schedule**32***Note: If the amounts on lines 28 and 29 are the same, skip lines 33 through 36 and go to line 37***33** Enter the amount from line 28**33****34** Enter the amount from line 27**34****35** Subtract line 34 from line 33. If zero or less, enter -0-**35****36** Multiply line 35 by 10% (10)**36***Note: If the amounts on lines 18 and 28 are the same, skip lines 37 through 50 and go to line 51***37** Enter the **smaller** of line 18 or line 26**37****38** Enter the amount from line 35**38****39** Subtract line 38 from line 37**39****40** Multiply line 39 by 20% (20)**40***Note: If line 25 is zero or blank, skip lines 41 through 50 and go to line 51***41** Enter the **smaller** of line 21 or line 24**41****42** Add lines 21 and 31**42****43** Enter the amount from line 18**43****44** Subtract line 43 from line 42. If zero or less, enter -0-**44****45** Subtract line 44 from line 41. If zero or less, enter -0-**45****46** Multiply line 45 by 25% (25)**46***Note: If line 23 is zero or blank, skip lines 47 through 50 and go to line 51***47** Enter the amount from line 18**47****48** Add lines 31, 35, 39, and 45**48****49** Subtract line 48 from line 47**49****50** Multiply line 49 by 28% (28)**50****51** Add lines 32, 36, 40, 46, and 50**51****52** Tax on the amount on line 18 from the 2000 Tax Rate Schedule**52****53** **Tax on all taxable income (including capital gains)** Enter the **smaller** of line 51 or line 52 here and on line 1a of Schedule G, Form 1041**53**

Schedule D (Form 1041) 2000

STATEMENT 1

74-2316617

STATEMENT 2

Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund

► See separate instructions

OMB No. 1545-1002

Attachment
Sequence No. **69**

Name of shareholder The Anschutz Foundation		Identifying number (see page 2 of instructions) 74-2316617
Number, street, and room or suite no. (If a PO box, see page 2 of instructions) 555 17th Street, Suite 2400		Shareholder tax year: calendar year 20__ or other tax year beginning 12/1 20__ and ending 11/30 20__
City or town, state, and ZIP code or country Denver, CO 80202		
Check type of shareholder filing the return: <input type="checkbox"/> Individual <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Partnership <input type="checkbox"/> S Corporation <input type="checkbox"/> Nongrantor Trust <input type="checkbox"/> Estate		
Name of passive foreign investment company (PFIC) or qualified electing fund (QEF) See attachment		Employer identification number (if any)
Address (Enter number, street, city or town, and country)		Tax year of company or fund: calendar year 20__ or other tax year beginning ____ 20__ and ending ____ 20__

Part I Elections (See instructions)

- A** ☐ **Election To Treat the PFIC as a QEF** I, a shareholder of a PFIC, elect to treat the PFIC as a QEF. *Complete lines 1a through 2c of Part II.*
- B** ☐ **Deemed Sale Election** I, a shareholder on the first day of a PFIC's first tax year as a QEF, elect to recognize gain on the deemed sale of my interest in the PFIC. *Enter gain or loss on line 10f of Part IV.*
- C** ☐ **Deemed Dividend Election** I, a shareholder on the first day of a PFIC's first tax year as a QEF that is a controlled foreign corporation (CFC), elect to treat an amount equal to my share of the post-1986 earnings and profits of the CFC as an excess distribution. *Enter this amount on line 10e.*
- D** ☐ **Election To Extend Time For Payment of Tax** I, a shareholder of a QEF, elect to extend the time for payment of tax on the undistributed earnings and profits of the QEF until this election is terminated. *Complete lines 3a through 4c of Part II to calculate the tax that may be deferred.*
Note: If any portion of line 1a or line 2a of Part II is includible under section 551 or 951, you may **not** make this election. Also, see sections 1294(c) and 1294(f) and the related regulations for events that terminate this election.
- E** ☐ **Election To Recognize Gain on Deemed Sale of PFIC** I, a shareholder of a former PFIC, elect to treat as an excess distribution the gain recognized on the deemed sale of my interest in the PFIC, or, if I qualify, my share of the PFIC's post-1986 earnings and profits deemed distributed, on the last day of its last tax year as a PFIC under section 1297(a). *Enter gain on line 10f of Part IV.*
- F** ☐ **Election To Mark-to-Market PFIC Stock** I, a shareholder of a PFIC, elect to mark-to-market the PFIC stock that is marketable within the meaning of section 1296(e). *Complete Part III.*

Part II Income From a Qualified Electing Fund (QEF). All QEF shareholders complete lines 1a through 2c. If you are making Election D, also complete lines 3a through 4c. (See page 5 of instructions.)

1a Enter your pro rata share of the ordinary earnings of the QEF	1a			
b Enter the portion of line 1a that is included in income under section 551 or 951 or that may be excluded under section 1293(g)	1b			
c Subtract line 1b from line 1a. Enter this amount on your tax return as dividend income		1c		
2a Enter your pro rata share of the total net capital gain of the QEF	2a			
b Enter the portion of line 2a that is included in income under section 551 or 951 or that may be excluded under section 1293(g)	2b			
c Subtract line 2b from line 2a. This amount is a net long-term capital gain. Enter this amount in Part II of the Schedule D used for your income tax return. (See instructions.)		2c		
3a Add lines 1c and 2c		3a		
b Enter the total amount of cash and the fair market value of other property distributed or deemed distributed to you during the tax year of the QEF. (See instructions.)	3b			
c Enter the portion of line 3a not already included in line 3b that is attributable to shares in the QEF that you disposed of, pledged, or otherwise transferred during the tax year	3c			
d Add lines 3b and 3c		3d		
e Subtract line 3d from line 3a, and enter the difference (if zero or less, enter amount in brackets). Important: If line 3e is greater than zero, and no portion of line 1a or 2a is includible in income under section 551 or 951, you may make Election D with respect to the amount on line 3e.		3e		
4a Enter the total tax for the tax year. (See instructions.)	4a			
b Enter the total tax for the tax year determined without regard to the amount entered on line 3e	4b			
c Subtract line 4b from line 4a. This is the deferred tax, the time for payment of which is extended by making Election D. See instructions.		4c		

Part III **Gain or (Loss) From Mark-to-Market Election** (See page 5 of instructions)

5	Enter the fair market value of your PFIC stock at the end of the tax year	5	
6	Enter your adjusted basis in the stock at the end of the tax year	6	
7	Excess Subtract line 6 from line 5. If a gain, stop here . Include this amount as ordinary income on your tax return. If a loss, go to line 8.	7	
8	Enter any unreversed inclusions (as defined in section 1296(d)). See instructions.	8	
9	Enter the smaller of line 7 or line 8. Include this amount as an ordinary loss on your tax return.	9	

Part IV **Distributions and Disposition of Stock in a Section 1291 Fund** (See page 6 of instructions)Complete a **separate** Part IV for each excess distribution

10a	Enter your total distributions from the PFIC during the current tax year. If the holding period of the PFIC stock began in the current tax year, this amount is dividend income to the extent there are accumulated earnings and profits.	10a	
b	Enter the total distributions (reduced by the portions of such distributions that were excess distributions but not included in income under section 1291(a)(1)(B)) made by the company for each of the 3 years preceding the current tax year (or if shorter, the portion of the shareholder's holding period before the current tax year).	10b	
c	Divide line 10b by 3. (See instructions if the number of preceding tax years is less than 3.)	10c	
d	Multiply line 10c by 125%. Enter the lesser of line 10a or line 10d as a dividend on your income tax return.	10d	
e	Subtract line 10d from line 10a. This amount, if more than zero, is the total excess distribution. If zero or less and you did not dispose of stock during the tax year, do not complete the rest of Part IV. See instructions if you received more than one distribution during the current tax year.	10e	
f	Enter gain or loss from the disposition of stock of a section 1291 fund or former section 1291 fund. If a gain, complete line 11. If a loss, show it in brackets and do not complete line 11.	10f	
11a	Attach a statement for each distribution and disposition. Show your holding period for each share of stock or block of shares held. Allocate the excess distribution to each day in your holding period. Add all amounts that are allocated to days in each tax year.		
b	Enter the total of the amounts determined in line 11a that are allocable to the current tax year and tax years before the foreign corporation became a PFIC (pre-PFIC tax years). Enter these amounts on your income tax return as other income.	11b	
c	Enter the aggregate increases in tax (before credits) for each tax year in your holding period (other than the current tax year and pre-PFIC years). (See instructions.)	11c	
d	Foreign tax credit. (See instructions.)	11d	
e	Subtract line 11d from line 11c. Enter this amount on your income tax return as "additional tax." (See instructions.)	11e	
f	Determine interest on each net increase in tax determined on line 11e using the rates and methods of section 6621. Enter the aggregate amount of interest here. (See instructions.)	11f	

Part V **Status of Prior Year Section 1294 Elections and Termination of Section 1294 Elections**Complete a **separate** column for each outstanding election. Complete lines 9 and 10 only if there is a partial termination of the section 1294 election.

	(i)	(ii)	(iii)	(iv)	(v)	(vi)
1 Tax year of outstanding election	-----	-----	-----	-----	-----	-----
2 Undistributed earnings to which the election relates						
3 Deferred tax						
4 Interest accrued on deferred tax (line 3) as of the filing date						
5 Event terminating election						
6 Earnings distributed or deemed distributed during the tax year						
7 Deferred tax due with this return						
8 Accrued interest due with this return						
9 Deferred tax outstanding after partial termination of election						
10 Interest accrued after partial termination of election						

WSW 1996 BUYOUT FUND, L P
EIN 13-3867655
SCHEDULE K-1 Supporting Schedule Form 8621
FYE: December 31, 2000

Partner Number 4
Partner Name THE ANSCHUTZ FOUNDATION
Partner EIN/SS# 74-2316617

Name & Address of PFIC	Note (1) Line 1a	Note (2) Line 2a	Note (3) Line 3b
PHARBIL BETEILIGUNGSGESELLSCHAFT MBH-C/O CREDIT SUISSE FIRST BOSTON NIEDERLASSUNG FRANKFURT, MAIN TOWER NEUE MAINZER LANDSTR., 52, 60311 FRANKFURT/MAIN EIN N/A TAX YEAR 1/1/2000 - 12/31/2000	NONE	NONE	NONE
BIOPARTNERS S A C/O BENELUZ TRUST (LUXEMBOURG) S A R L 12 RUC LEON THYES L-2636 LUXEMBOURG, LUXEMBOURG EIN N/A TAX YEAR 3/23/00 - 12/31/00	NONE	NONE	NONE

NOTES

- (1) These amounts are included in Dividend Income on lines 4b and 7 of your Schedule K-1
- (2) These amounts are included in Net Long-Term Capital Gains (Loss) on lines 4e and 7 of your Schedule K 1
- (3) These amounts represent the cash & fair market value of other property distributed or deemed distributed from the above QEF s
- (4) Each of the PFIC s listed above will permit its shareholder s to inspect and copy the permanent books of account records and such other documents maintained by the PFIC that are necessary to establish that the PFIC s ordinary earnings and net capital gains as provided in §1293(e) of the U S Internal Revenue Code are computed in accordance with U S income tax principles

Investor Reporting of Tax Shelter Registration Number

▶ Attach to your tax return

OMB No. 1545-0881

Attachment
Sequence No. **71**

▶ If you received this form from a partnership, S corporation, or trust, see the instructions

Investor's name(s) shown on return

THE ANSCHUTZ FOUNDATION

Investor's identifying number

74-2316617

Investor's tax year ended

11/30/2001

	(a) Tax Shelter Name	(b) Tax Shelter Registration Number (11-digit number)	(c) Tax Shelter Identifying Number
1	Abry Broadcast Partners III, L.P.	97042000063	04-3350018
2			
3			
4			
5			
6			
7			
8			
9			
10			

General Instructions

Section references are to the Internal Revenue Code

Purpose of Form

Use Form 8271 to report the tax shelter registration number the IRS assigns to certain tax shelters required to be registered under section 6111 ("registration-required tax shelters") and to report the name and identifying number of the tax shelter. This information must be reported even if the particular interest is producing net income for the filer of Form 8271. Use additional forms to report more than 10 tax shelter registration numbers.

Note A tax shelter registration number does not indicate that the tax shelter or its claimed tax benefits have been reviewed, examined, or approved by the IRS.

Who Must File

Any person claiming or reporting any deduction, loss, credit, or other tax benefit, or reporting any income on any tax return from an interest purchased or otherwise acquired in a registration-required tax shelter must file Form 8271. If you are an investor in a partnership or an S corporation, look at item G, Schedule K-1 (Form 1065), or item C, Schedule K-1 (Form 1120S). If a tax shelter registration number or the words "Applied for" appear there, then the entity is a registration-required tax shelter. If the interest is purchased or otherwise acquired by a pass-through entity, both the pass-through entity and its partners, shareholders, or beneficiaries must file Form 8271.

A pass-through entity that is the registration-required tax shelter does not have to prepare Form 8271 and give copies to its partners, shareholders, or beneficiaries unless the pass-through

entity itself has invested in a registration-required tax shelter.

In certain cases, a tax shelter that does not expect to reduce the cumulative tax liability of any investor during the 5-year period ending after the date the investment is first offered for sale may be considered a "projected income investment." Such a tax shelter will not have to register, and thus not have to furnish a tax shelter registration number to investors, unless and until it ceases to be a projected income investment. It is possible, therefore, that you may not be furnished a tax shelter registration number, and not have to report it, for several years after you purchase or otherwise acquire your interest in the tax shelter. If you are later furnished a tax shelter registration number because the tax shelter ceased to be a projected income investment, follow these instructions. However, you must file Form 8271 only for tax years ending on or after the date the tax shelter ceases to be a projected income investment.

Note Even if you have an interest in a registration-required tax shelter, you do not have to file Form 8271 if you did not claim or report any deduction, loss, credit, or other tax benefit, or report any income on your tax return from an interest in the registration-required tax shelter. This could occur, for example, if for a particular year you are unable to claim any portion of a loss because of the passive activity loss limitations, and that loss is the only tax item reported to you from the shelter.

Filing Form 8271

Attach Form 8271 to any return on which a deduction, loss, credit, or other tax benefit is claimed or reported, or any income reported, from an interest in a registration-required tax shelter. These returns include applications for tentative

refunds (Forms 1045 and 1139) and amended returns (Forms 1040X and 1120X).

Furnishing Copies of Form 8271 to Investors

A pass-through entity that has invested in a registration-required tax shelter must furnish copies of its Form 8271 to its partners, shareholders, or beneficiaries.

However, in the case where (a) the pass-through entity acquired at least a 50% interest in one tax year in a registered tax shelter (and in which it had not held an interest in a prior year), and (b) the investment would not meet the definition of a tax shelter immediately following the acquisition if it had been offered for sale at that time, the pass-through entity need not distribute copies of Form 8271 to its investors. The pass-through entity alone is required to prepare Form 8271 and include it with the entity tax return.

Penalty For Not Including Registration Number on Return

A \$250 penalty will be charged for each failure to include a tax shelter registration number on a return on which it is required to be included unless the failure is due to reasonable cause.

Specific Instructions**Investor's Identifying Number**

Enter the social security number or employer identification number shown on the return to which this Form 8271 is attached.

Investor's Tax Year Ended

Enter the date the tax year ended for the return to which this Form 8271 is attached.

THE ANSCHUTZ FOUNDATION

Grant Application Information

The Anschutz Foundation operates as a general purpose foundation whose primary focus is media projects or programs that promote traditional family values and programs that assist the underprivileged. The Foundation will generally not make grants to the same organization for more than two consecutive years, and the Foundation does not make donations to individuals.

Proposal deadlines are February 1, June 1 and September 1 each year.

Applications should be sent to

Mr. LaVoy Robison
Executive Director
The Anschutz Foundation
1727 Tremont Pl
Denver, CO 80202
(303) 308-8220

Realizing that the cost of preparing a grant proposal can be a major expense, the Foundation recommends that the applicant send a two or three page letter summarizing the funding grant request. The Foundation will use this cover letter as part of its screening process. The cover letter should contain the following items:

- Name of organization as recognized by the Internal Revenue Service
- Address and telephone number
- Brief history and purpose of organization
- Copy of tax status 501(c)(3) letter from the IRS
- Estimate of costs and amount requested of the Foundation
- Sources of other funding: a) where have you received previous funding, b) other foundations/corporations to whom you have submitted requests for funding for this project/year. Major donors
- Plans for cooperation with other institutions or organizations
- Signature and title of project director and chief administrator (President, Executive Director, or other)
- Please enclose a list of the organization's governing and advisory board members with addresses and telephone numbers
- Include any other information you feel necessary to the proper consideration of your request
- Financial statements, audited if available

Upon review of your letter, a member of the Foundation staff may contact you for further information.

Your request will remain under consideration until you receive notification that it has been either denied or awarded.

Grants Awarded

December 1, 2000 through November 30, 2001

Thursday, October 03, 2002

Organization Name	Subdivision	Grant Amount
Abdul Conteh Children's Fund Inc	General operating support	\$25,000
Adoption Exchange The	General operating support	\$30 000
Alliance for Renewal Churches	General operating support	\$10 000
America's Future Foundation	General operating support	\$7,500
American Academy of Achievement Corporation	Project support	\$25 000
American Alternative Foundation Inc The	Project support	\$10 000
American Battle Monuments Commission	Capital campaign	\$25 000
American Battle Monuments Commission	Capital campaign	\$25,000
American Geological Institute Foundation	Project support	\$30 000
American Museum of Natural History	General operating support	\$50 000
American Red Cross	General operating support	\$3 000
American Society for the Prevention of Cruelty to Animals	General operating support	\$2 000
American University in Cairo	Project support	\$25,000
Atlantic Legal Foundation, Inc	General operating support	\$20 000
Benevolent Healthcare Foundation	Project support	\$150 000
Betty Ford Center	Project support	\$200,000
Bill of Rights Institute	General operating support	\$5 000
Blue Ribbon Coalition Inc	General operating support	\$3,000
Boulder County Association for Retarded Citizens	Project support	\$65 000
Boy Scouts of America	General operating support	\$20 000
California Community Foundation	Project support	\$250,000
Canine Companions for Independence, Inc	General operating support	\$2,500
Capital Research Center	General operating support	\$15,000
Carroll College Foundation	Capital campaign	\$5,000
Cate School	General operating support	\$1,000
Center for Neurological Diseases	Project support	\$10 000

Organization Name	Subdivision	Grant Amount
Center for the Study of Popular Culture	General operating support	\$2,000
Character Education Partnership, Inc	Project support	\$30,000
Children's Hospital Foundation The	General operating support	\$20 000
Children's Hospital Foundation The	Project support	\$10 000
Children's Hospital Foundation The	Project support	\$20 000
Children's Hospital Foundation, The	Project support	\$32,500
Childrens Museum of Denver, Inc	Project support	\$10 000
Childrens Museum of Denver, Inc	General operating support	\$10 000
Christian University Global Net	General operating support	\$50 000
Christian University Global Net	General operating support	\$200 000
Citizens for a Sound Economy Education Foundation	General operating support	\$7,500
Civil Society Project The	General operating support	\$5 000
Clare Boothe Luce Policy Institute	General operating support	\$15 000
Colorado Academy	Project support	\$18 000
Colorado Ballet Company	General operating support	\$5 000
Colorado Ballet Company	General operating support	\$10,000
Colorado Council on Economic Education	General operating support	\$10,000
Colorado Outward Bound School	Capital campaign	\$50 000
Colorado Seminary	Project support	\$5 000
Colorado Symphony Association	Project support	\$25,000
Colorado Symphony Association	Project support	\$100 000
Colorado Technology Community Foundation	General operating support	\$25 000
Conservative Baptist Home Mission Society aka Mission to the Americas	General operating support	\$10 000
Covenant House	General operating support	\$10 000
Crippled Childrens United Rehabilitation Effort Inc	Capital campaign	\$25,000
Defenders of Property Rights	General operating support	\$5,000
Delbarton School	Capital campaign	\$50 000
Denver Art Museum	Project support	\$43 561

Organization Name	Subdivision	Grant Amount
Denver Art Museum Foundation	Capital campaign	\$2 400,000
Denver Conservative Baptist Seminary	Project support	\$32,000
Denver Foundation The	Project support	\$150,000
Denver Foundation, The	Project support	\$300 000
Denver Health and Hospitals Foundation The	Capital campaign	\$37,500
Denver Leadership Foundation Inc	Project support	\$2 500
Denver Police Activities League	General operating support	\$2 000
Denver Street School, The	General operating support	\$20 000
Dove Foundation The	Project support	\$10 000
East Lake Community Foundation Inc	General operating support	\$100 000
Educational Media Foundation - K Love Radio	General operating support	\$1,000
Elizabeth Glaser Pediatric AIDS Foundat	General operating support	\$10,000
Employment Policy Foundation	Project support	\$10 000
Enough is Enough	General operating support	\$25 000
Executive Women International Business Career Development Scholarship Program	Project support	\$2,000
Family Time Foundation, Inc	General operating support	\$10,000
Federalist Society for Law & Public Policy Studies	General Operating Support	\$10 000
Fellowship of Christian Athletes	Project support	\$25 000
Fire Works for Kids Foundation	General operating support	\$10,900
Fire Works for Kids Foundation	General operating support	\$20 600
Foundation for a Better Life	General operating support	\$200 000
Foundation for a Better Life	General operating support	\$10,000
Foundation for a Better Life	General operating support	\$185 000
Foundation for a Better Life	General operating support	\$100,000
Foundation for a Better Life	General operating support	\$150 000
Foundation for a Better Life	General operating support	\$50,000
Foundation for a Better Life	General operating support	\$50 000
Foundation for a Better Life	General operating support	\$50 000
Foundation for a Better Life	General operating support	\$150,000

Organization Name	Subdivision	Grant Amount
Foundation for a Better Life	General operating support	\$50,000
Foundation for a Better Life	General operating support	\$100 000
Foundation for a Better Life	General operating support	\$50 000
Foundation for a Better Life	General operating support	\$600 000
Foundation for a Better Life	General operating support	\$150,000
Foundation for a Better Life	General operating support	\$50,000
Foundation for a Better Life	General operating support	\$200,000
Foundation for a Better Life	General operating support	\$100 000
Foundation for a Better Life	General operating support	\$100,000
Foundation for a Better Life	General operating support	\$100 000
Foundation for a Better Life	General operating support	\$400,000
Foundation for a Better Life	General operating support	\$300 000
Foundation for a Better Life	General operating support	\$50,000
Foundation for a Better Life	General operating support	\$400 000
Foundation for a Better Life	General operating support	\$50,000
Foundation for a Better Life	Grant to an affiliate	\$100 000
Foundation for Worldwide Mercy and Sharing	Capital campaign	\$25,000
Franciscan Brothers of Mary	Project support	\$5 000
Free Congress Research and Education Foundation	General Operating Support	\$15,000
Friends First, Inc	General operating support	\$10 000
Friends of the Colorado Center for Human Nutrition	Project support	\$5,000
Fund for American Studies The	Project support	\$5 000
Giraffe Project, The	General operating support	\$20,000
Girls Incorporated for Metro Denver	Capital campaign	\$50,000
Graland School	General operating support	\$1 000
Greater Kansas City Community Foundation	Project support	\$250 000
Guiding Eyes for the Blind	General operating support	\$3 000
Hands for Chrst	General operating support	\$1,000
Hard at Work Kids (Hawks)	General operating support	\$5,000

Organization Name	Subdivision	Grant Amount
Healing from the Heart	General operating support	\$10,000
Heritage Foundation, Inc	General operating support	\$20,000
Heuga Center The	Project support	\$10,000
Hollywood Arts & Education Coalition for the Grammy Foundation	Project support	\$37,500
Home and Health Care Inc	General operating support	\$5,000
Horatio Alger Association of Distinguished Americans, Inc	Project support	\$20,000
Horatio Alger Association of Distinguished Americans Inc	Project support	\$48,000
Inner Places	General operating support	\$20,000
Institute for American Values	General operating support	\$7,500
International Justice Mission, Inc	Project support	\$20,000
Issues and Views	General operating support	\$7,500
Judicial Watch	General operating support	\$20,000
Junior Achievement Inc	General operating support	\$20,000
Kempe Children's Foundation	Project support	\$25,000
Kent-Denver Country Day School	General operating support	\$1,500
Kings in the Community	Project support	\$10,000
Landmark Legal Foundation	General operating support	\$35,000
Later Day Saints Charities	Project support	\$20,000
Laubach Literacy International	Project support	\$5,000
Leadership Institute	General operating support	\$7,500
Leukemia & Lymphoma Society of America, Inc	Project support	\$5,000
Los Angeles Police Foundation	Project support	\$10,000
Marine Toys for Tots Foundation	General operating support	\$15,000
Masonic Home of Georgia	Project support	\$10,000
Media Research Center	General operating support	\$50,000
MOPS International Inc	Project support	\$20,000
Morality in Media Inc	General operating support	\$10,000
Mothers Against Drunk Driving	Project support	\$25,000

Organization Name	Subdivision	Grant Amount
Mothers Without Borders	Project support	\$25 000
Mountain States Legal Foundation	Capital campaign	\$40,000
National Association of Counsel for Children	General operating support	\$20 000
National Center for Policy Analysis	General operating support	\$15 000
National Center for Public Policy Research Inc The	General operating support	\$5 000
National Fatherhood Initiative	General operating support	\$10,000
National Legal Center for the Public Interest	General operating support	\$10 000
National Pain Foundation The	General operating support	\$25 000
National Prayer Committee Inc	General operating support	\$10 000
National Public Radio (NPR)	General operating support	\$10 000
National Right to Work Legal Defense and Education Fund, Inc	Project support	\$25 000
National Stroke Association	General operating support	\$40,000
Next Level Church, The	Project support	\$20 000
Opera Colorado	General operating support	\$10 000
Pacific Legal Foundation	General operating support	\$10 000
Pacific Research Institute For Public Policy	General operating support	\$10,000
Parents Television Council Inc	Project support	\$150 000
Philanthropy Roundtable	General operating support	\$2 500
Pinon Project, The	Project support	\$2,500
Prison Fellowship	General operating support	\$20 000
Prison Impact Ministries	Project support	\$20,000
Random Acts of Kindness Foundation	General operating support	\$5 000
Random Acts of Kindness Foundation	General operating support	\$25,000
Random Acts of Kindness Foundation	General operating support	\$30,000
Random Acts of Kindness Foundation	General operating support	\$100 000
Random Acts of Kindness Foundation	General operating support	\$50 000
Random Acts of Kindness Foundation	General operating support	\$25,000
Random Acts of Kindness Foundation	General operating support	\$200,000
Random Acts of Kindness Foundation	General operating support	\$25,000

Organization Name	Subdivision	Grant Amount
Random Acts of Kindness Foundation	General operating support	\$50 000
Random Acts of Kindness Foundation	General operating support	\$50 000
Random Acts of Kindness Foundation	General operating support	\$50 000
Random Acts of Kindness Foundation	General operating support	\$50,000
Random Acts of Kindness Foundation	General operating support	\$100,000
Random Acts of Kindness Foundation	General operating support	\$50 000
Random Acts of Kindness Foundation	General operating support	\$55 000
Rapids Community Care Foundation	Project support	\$2 500
Red Feather Lakes Chapel in the Pines, Inc	Project support	\$3,000
Road Home Ministries Inc	Project support	\$10 000
Russell Arts Council Inc	Project support	\$1 000
Russian Christian Radio Inc	Project support	\$7 500
SafeHouse Denver Inc	General operating support	\$15,000
Salvation Army & Its Components	Capital campaign	\$250 000
Samantan Counseling Center	Capital campaign	\$15,000
Samantan House	Project support	\$1,000
SEI Burning Bush Fund One	General operating support	\$300 000
SEI Burning Bush Fund One	General operating support	\$150,000
SEI Burning Bush Fund One	General operating support	\$92 500
SEI Burning Bush Fund One	General operating support	\$250 000
SEI Burning Bush Fund One	General operating support	\$150,000
Sewall Child Development Center, Inc	Project support	\$10,000
Sigma Chi Educational Foundation	Capital campaign	\$50 000
Sigma Chi Foundation-White Cross	Project support	\$1,000
Southwestern Alternate Media Project	Project support	\$15 000
State of Colorado - Division of Accounts & Controls	Project Support	\$25,000
Summerbridge	General operating support	\$5,000
Summit Adventure	Project support	\$3,500
Susan G Komen Foundation, Inc	General operating support	\$5,000

Organization Name	Subdivision	Grant Amount
Susan G. Komen Foundation, Inc	General operating support	\$3,000
Table Mountain Soccer Association	General operating support	\$1 000
Table Mountain Soccer Association	General operating support	\$1 000
Telecommunications History Group, Inc	General operating support	\$45 000
The Community Foundation for Greater Atlanta, Inc	Project support	\$250 000
The Greater Cleveland Foundation	Project support	\$250,000
Tourette Syndrome Association	General operating support	\$10,000
UFA Widows' & Children's Fund	General operating support	\$3 000
United States Soccer Federation Foundation, Inc	General operating support	\$2,000
United States Soccer Federation Foundation, Inc	General operating support	\$3,000
Unity Shoppe Inc	General operating support	\$10 000
University Hospital Authority	Capital campaign	\$11 000 000
University of Colorado Foundation	Project support	\$25 000
University of Colorado Foundation	Project support	\$2 000
US Dream Academy, Inc	Project support	\$25 000
Washington Legal Foundation	Project support	\$5 000
Washington Legal Foundation	Project support	\$25 000
Wildlife Heritage Foundation of Wyoming	Project support	\$50 000
Wings Foundation	General operating support	\$30 000
World Neighbors Inc	General operating support	\$25 000
YMCA of Metropolitan Denver	Project support	\$40 000
Young Life	Project support	\$100 000
Youth for Christ USA Inc	Project support	\$50 000
Grand Total (221 items)		<u>\$24 292,561</u>

FEDERAL FOOTNOTES

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STATEMENT IN COMPLIANCE WITH REGULATION SECTION 53.4945-5(D)
PART VII-B, QUESTION 5C

THE ANSCHUTZ FOUNDATION MAKES PERIODIC GRANTS TO THE RANDOM ACTS OF KINDNESS FOUNDATION (FEIN: 84-1528369) AND THE FOUNDATION FOR A BETTER LIFE (FEIN: 84-1529209) AND CLAIMS EXEMPTION FROM THE IRC SECTION 4945 TAX SINCE THE ANSCHUTZ FOUNDATION MAINTAINS EXPENDITURE RESPONSIBILITY FOR THE GRANTS. ALL ACCOUNTING FOR THE TWO FOUNDATIONS IS DONE BY THE ANSCHUTZ FOUNDATION'S ACCOUNTANT AND NO FUNDS CAN BE EXPENDED WITHOUT THE APPROVAL OF THE ANSCHUTZ FOUNDATION'S EXECUTIVE DIRECTOR. THE EXECUTIVE DIRECTOR OF THE ANSCHUTZ FOUNDATION IS PROVIDED PERIODIC (AT A MINIMUM QUARTERLY) FINANCIAL STATEMENTS FOR BOTH FOUNDATIONS.

• If you are applying for an Additional (not automatic) 3-Month Extension, complete only Part II and check this box ☒ X

Note Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

• If you are filing for an Automatic 3-Month Extension, complete only Part I (on page 1)

Part II Additional (not automatic) 3-Month Extension of Time - Must File Original and One Copy.

Type or print File by the extended due date for filing the return. See instructions	Name of Exempt Organization	Employer identification number
	THE ANSCHUTZ FOUNDATION	74-2316617
	Number, street, and room or suite no. If a P.O. box, see instructions	For IRS use only
	555 17TH STREET, SUITE 2400	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	DENVER, CO 80202-3941	

Check type of return to be filed (File a separate application for each return)

<input type="checkbox"/> Form 990	<input type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust)	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 5227	<input type="checkbox"/> Form 8870
<input type="checkbox"/> Form 990-BL	<input checked="" type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> Form 4720	<input type="checkbox"/> Form 6069	

STOP Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868

• If the organization does not have an office or place of business in the United States, check this box ☐

• If this is for a **Group Return**, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the **whole group**, check this box ☐ If it is for **part** of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until 10/15/2002

5 For calendar year _____, or other tax year beginning 12/01/2000 and ending 11/30/2001

6 If this tax year is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension **ADDITIONAL TIME IS NEEDED TO GATHER THE NECESSARY INFORMATION TO FILE A COMPLETE AND ACCURATE RETURN.**

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions \$ 1,149,727.

b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868 \$ 1,149,727.

c **Balance Due** Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions \$ NONE

Signature and Verification

Under penalties of perjury I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature [Signature] Title CPA Date 06/10/2002

Notice to Applicant - To Be Completed by the IRS

☒ We have approved this application. Please attach this form to the organization's return.

☐ We have not approved this application. However, we have granted a 10-day grace period from the later of the date shown below or the due date of the organization's return (including any prior extensions). This grace period is considered to be a valid extension of time for elections otherwise required to be made on a timely return. Please attach this form to the organization's return.

☐ We have not approved this application. After considering the reasons stated in item 7, we cannot grant your request for an extension of time to file. We are not granting a 10-day grace period.

☐ We cannot consider this application because it was filed after the due date of the return for which an extension was requested.

☐ Other _____

Director _____

By _____

Alternate Mailing Address - Enter the address if you want the copy of this application for an additional 3-month extension returned to an address different than the one entered above.

Type or print JSA	Name
	THE ANSCHUTZ CORP, ATTN: GARY EIFERT
	Number and street (include suite, room, or apt. no.) Or a P.O. box number
	555 17TH STREET, SUITE 2400
	City or town, province or state, and country (including postal or ZIP code)
	DENVER, CO 80202

EXTENSION APPROVED
JUN 17 2002
LINDA WEISKOPF, FIELD DIRECTOR
SUBMISSION PROCESSING OGDEN